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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
METRO-GOLDWYN-MAYER STUDIOS INC., :
 :
 Plaintiff, :
 : 07 Civ. 2918 (DAB)
 -against- :
 : (ECF Case)
 TPS GESTION, S.A., TPS SOCIÉTÉ EN NOM :
 COLLECTIF, CANAL+ FRANCE S.A., and :
 GROUPE CANAL+ S.A., :
 :
 Defendants. :
-----X

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

LAUREN REITER BRODY, being duly sworn, deposes and says:

1. I submit this reply affidavit in support of defendants' motion, pursuant to Rules 12(b)(2) and 12(b)(6), Fed. R. Civ. P., to dismiss plaintiff's complaint on the grounds of lack of personal jurisdiction and failure to state a claim for relief.

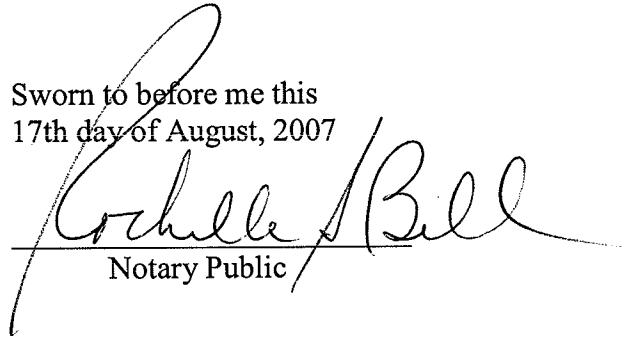
2. Copies of the following documents are annexed hereto:

- (a) Exhibit 2: a letter dated July 6, 2007 from plaintiff's attorneys to the Court;
- (b) Exhibit 3: a letter dated July 10, 2007 from defendants' attorneys to the Court; and
- (c) Exhibit 4: the Order of this Court dated July 12, 2007.

3. For the reasons set forth in defendants' moving and reply papers, defendants' motion should be granted in its entirety.


LAUREN REITER BRODY

Sworn to before me this
17th day of August, 2007


Notary Public

ROCHELLE S. BELL
Notary Public, State of New York
No. 01BE4722424
Qualified in Queens County
Commission Expires November 30, 20 10